

ORRICK, HERRINGTON & SUTCLIFFE LLP

Lorraine McGowen, Esq. (admitted *pro hac vice*)

Michael Trentin, Esq.

Jenna MacDonald Busche, Esq. (admitted *pro hac vice*)

51 West 52nd Street

New York, NY 10019-6142

Telephone: (212) 506-5000

Facsimile: (212) 506-5151

Email: lmcgowen@orrick.com

mtrentin@orrick.com

jmacdonaldbusche@orrick.com

*Counsel to (i) esVolta, LP; (ii) EDF power solutions, Inc.
(f/k/a EDF Renewables, Inc.); and (iii) PowerFlex Systems, Inc.*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW JERSEY**

In re:

POWIN, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-16137 (MBK)

(Jointly Administered)

**VERIFIED STATEMENT PURSUANT TO RULE 2019
OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

In connection with the Chapter 11 cases (the “Chapter 11 Cases”) of the above-captioned debtors and debtors in possession (collectively, the “Debtors”), pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedures (the “Bankruptcy Rules”), Orrick, Herrington & Sutcliffe LLP (“Orrick”) hereby makes the following verified statement (this “Statement”) with respect to Counsel’s representation of certain creditors and/or parties-in-interest in these Chapter 11 Cases

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: (i) Powin Project LLC [1583]; (ii) Powin, LLC [0504]; (iii) PEOS Holdings, LLC [5476]; (iv) Powin China Holdings 1, LLC [1422]; (v) Powin China Holdings 2, LLC [9713]; (vi) Charger Holdings, LLC [5241]; (vii) Powin Energy Ontario Storage, LLC [8348]; (viii) Powin Energy Operating Holdings, LLC [2495]; and (ix) Powin Energy Operating, LLC [6487]. The Debtors’ mailing address is 20550 SW 115th Avenue Tualatin, OR 97062.

in their capacities as customers of the Debtors (the “Customers”). In support of the Statement, Counsel respectfully states as follows:

1. The name and address of each of the Customers represented by Counsel are as follows:

	Name	Address
a.	esVolta, LP, on behalf of: Acorn I Energy Storage LLC Hummingbird Energy Storage, LLC PPA Grad Johanna LLC Santa Paula Energy Storage, LLC Wildcat I Energy Storage, LLC	100 Bayview Circle Suite 340 Newport Beach, CA 92660
b.	EDF power solutions, Inc., on behalf of: Arrow Canyon Solar, LLC BigBeau Solar, LLC Desert Quartzite, LLC Maverick Solar 6, LLC	15445 Innovation Dr. San Diego, CA 92128
c.	PowerFlex Systems, Inc.	15445 Innovation Dr. San Diego, CA 92128

2. The nature and amount of disclosable economic interests held in relation to the Debtors are as follows: as of the date of this Statement, the Customers hold claims, which may include unsecured pre-petition claims and potentially other claims, including, without limitation, for potential rejection damages in the event their respective contracts with the Debtors are rejected. The full amount of each of the Customers’ respective claims is undetermined at this time. The foregoing information is based upon information provided by the Customers to Counsel and is subject to change.

3. Counsel is engaged by each of the Customers individually pursuant to engagement letters. Copies of such engagement letters are not attached hereto as they are protected by the attorney-client privilege. If Counsel undertakes any additional representation of other clients in these Chapter 11 Cases, this Statement will be supplemented in accordance with Bankruptcy Rule 2019.

4. Upon information and belief formed after due inquiry, Counsel has no prepetition claims against or equity interest in the Debtors.

5. Upon information and belief formed after due inquiry, Counsel does not currently represent or purport to represent any other parties in these Chapter 11 Cases. In addition, Counsel does not represent the Customers as a formal *ad hoc* group or a “committee” (as such term is used in the Bankruptcy Code and Bankruptcy Rules) and does not undertake to represent the interests of, and is not a fiduciary for, any other creditor, party in interest, or other entity that has not signed an engagement letter with Counsel. In addition, the Customers do not represent or purport to represent any other entities in connection with these Chapter 11 Cases. None of the Customers represent the interests of, nor act as a fiduciary for, any person or entity other than themselves in connection with the Chapter 11 Cases.

6. Nothing contained in this Statement should be construed as (i) a waiver or release of any claims against or equity interests in the Debtors; (ii) a waiver or release of any rights, actions, defenses, setoffs or recoupments to which any of the Customers may be entitled, in law or in equity, pursuant to applicable law or under any agreement or otherwise, with all such rights, actions, defenses, setoffs or recoupments being expressly reserved in all respects; (iii) an admission with respect to any fact or legal theory; (iv) a waiver or release of the rights of any of the Customers to have any final order entered by, or other exercise of the judicial power of the United States

performed by an Article III court; (v) a waiver or release of the rights of any of the Customers to have any and all final orders in any and all non-core matters entered only after de novo review by a United States District Judge; (vi) consent to the jurisdiction of the Court over any matter; (vii) an election of remedies; (viii) a waiver or release of any rights of any of the Customers may have to a jury trial; or (ix) a waiver or release of the right to move to withdraw the reference with respect to any matter or proceeding that may be commenced in these Chapter 11 Cases against or otherwise involving any of the Customers. Nothing herein should be construed as a limitation upon, or waiver of, any rights of any Customer to assert, file, and/or amend any proof of claim in accordance with applicable law and any ordered entered in these cases establishing procedures for filing proofs of claim or interests.

7. The undersigned verifies that the foregoing is true and correct to the best of their knowledge.

8. The Customers, through their Counsel, reserve the right to amend or supplement this Statement in accordance with the requirements set forth in Bankruptcy Rule 2019.

9. The information contained herein is intended only to comply with Bankruptcy Rule 2019 and is not intended for any other use or purpose.

[Remainder of page intentionally left blank]

Dated: July 24, 2025

Respectfully submitted,

/s/ Michael Trentin

Michael Trentin, Esq.

Lorraine McGowen, Esq. (admitted *pro hac vice*)

Jenna MacDonald Busche, Esq. (admitted *pro hac vice*)

ORRICK, HERRINGTON & SUTCLIFFE LLP

51 West 52nd Street

New York, New York 10019-6142

Telephone: (212) 506-5000

Facsimile: (212) 506-5151

Email: mtrentin@orrick.com

lmcgowen@orrick.com

jmacdonaldbusche@orrick.com

Counsel to (i) esVolta, LP; (ii) EDF power solutions, Inc. (f/k/a EDF Renewables, Inc.); and (iii) PowerFlex Systems, Inc.